



BINGHAM GREENEBAUM DOLL LLP
 3913 Solutions Center
 Chicago, IL 60677-3009
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 I.D. #61-1584266

Official Committee of Unsecured Creditors, Gregg
 Appliances
 c/o Renee B. Weiss, DDR Corp.- Committee
 Chairperson
 3300 Enterprise Parkway
 Beachwood, OH 44122

Account No.: 127821.000001
 Invoice No.: 4387943
 Invoice Date: May 15, 2017

IN RE HHGREGG, INC. ET AL CHAPTER 11 CASE

FOR PROFESSIONAL SERVICES RENDERED THROUGH APRIL 30, 2017:

DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
04/03/17	WLM	B112	Teleconference with creditor re items purchased on deposit	0.20
04/03/17	JRI2	B130	Consider the status of the Debtors' sale process and path from going-concern sale to liquidation (.1); correspondence with co-counsel to the Committee and Committee members regarding the same (.2)	0.30
04/03/17	TCS	B160	Receipt, review memos and proposed extension of Stifel employment objection date and confer W. Mosby re same	0.20
04/03/17	WLM	B160	Drafted and revised motion/order to extend deadline to object to Stifel application	1.80
04/03/17	TCS	B185	Receipt, review Motion to Compromise HHGregg Mechanics lien claim and related notice	0.20
04/03/17	TCS	B185	Receipt, review landlord objections re lease rejection/assumption procedures	0.30
04/03/17	TCS	B190	Receipt, review docket entries re orders on first day motions	0.30
04/03/17	TCS	B190	Receipt, review M. Boyd memo regarding bid procedures, case notice and upcoming timetable regarding sale process and confirmation of payment of April rent	0.30
04/04/17	JRI2	B160	Correspondence with co-counsel to the Committee	0.10

Indianapolis Jasper Evansville, Indiana
 Louisville Lexington, Kentucky
 Cincinnati, Ohio

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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
			and Committee members regarding the Debtors' application to retain Stiffel as investment banker / advisor (.1)	
04/04/17	SHM	B160	Prepare Certificate of Service For and Electronically File Unopposed Joint Motion to Extend Time to Object or Respond to Application to Employ and Retain Stifel, Nicolaus & Co., Inc. and Miller Buckfire & Co., LLC as Investment Banker nunc pro tunc to the Petition Date	0.50
04/04/17	WLM	B160	Attn to filing motion to extend time to object to Stifel employment application (.2); Multiple e-mail correspondence with counsel and the Court re order granting same (.3)	0.50
04/04/17	JRI2	B185	Consider motions to assume/reject leases, and objections regarding assumption and assignment filed by landlords (.2)	0.20
04/04/17	TCS	B185	Receipt, review Debtor motion to reject leases related to Phase I GOB sales and related notice and objection	0.30
04/04/17	TCS	B190	Receipt, review Landlord objections to GOB sale motion, Electrolux objection to sale motion, financing order	0.40
04/04/17	TCS	B230	Review DIP Financing objection and committee issues regarding payment of administrative claims, lender expenses, proposed collateral and § 506(c) waiver (.5); conference call R. Kalnit regarding same and regarding presentation of issues for hearing (.5)	1.00
04/05/17	SHM	B130	Prepare certificate of service for and electronically file Statement of the Unsecured Creditors Committee with Respect to Motion for Order Authorizing the Debtors to Enter into Consulting Agreement, Authorizing and Approving Phase 2 Store Closing Sales	0.40
04/05/17	TCS	B130	Receipt, review various landlord and other creditor objections to Phase II GOB sale motion	0.50
04/05/17	TCS	B130	Receipt, review Committee statement regarding GOB	0.30

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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
			sales and segregation of sale proceeds and confer W. Mosby regarding filing	
04/05/17	WLM	B130	Review and attn to filing committee statement on Phase II store closing sales	0.40
04/05/17	JRI2	B160	Correspondence with M. Boyd and W. Mosby regarding BGD and Cooley retention applications (.1); consider the same (.1)	0.20
04/05/17	TCS	B160	Revise employment application, engagement letter; attend to conflict, disclosure and waiver issues re lender representations	0.70
04/05/17	WLM	B160	Worked on revisions to BGD retention motion (0.8); Drafted engagement letter for Committee (0.5); and Attn to necessary waivers for BGD retention (0.2)	1.50
04/05/17	JRI2	B185	Correspondence with co-counsel to the Committee and Committee members regarding lease rejection, assumption, and assignment issues (.1); consider the same (.1)	0.20
04/05/17	JRI2	B230	Review Committee response to the DIP Financing Motion (.2); consider the same (.2)	0.40
04/05/17	TCS	B230	Receipt, review W. Brewer memo re objection to DIP motion	0.10
04/05/17	TCS	B230	Receipt, review R. Kalnit memo regarding update on DIP motion and § 506(c) waiver	0.20
04/06/17	TCS	B110	Receipt, review hearing agenda for April 7	0.10
04/06/17	TCS	B130	Creditor inquiry re GOB sale and proposal for interim order	0.30
04/06/17	WLM	B155	Teleconference with multiple creditor counsel re 4/7 hearing and agenda	0.40
04/06/17	JRI2	B160	Review and revise retention application for BGD (.4); correspondence with M. Boyd regarding the same (.1)	0.50
04/06/17	TCS	B160	Receipt, review J. Irving memo re employment application and M. Boyd reply re UST guidelines	0.20



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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
04/06/17	SHM	B185	Review and docket Order Granting Motion to Shorten Notice and Setting Expedited hearing on First Omnibus Motion Authorizing Debtors to Reject Certain Executory Contracts	0.10
04/06/17	TCS	B185	Receipt, review order on 1st omnibus lease rejections and expedited hearing; receipt, review Debtor rejection motion regarding Synchrony	0.30
04/06/17	TCS	B190	Receipt, review Whirlpool objection to GOB sale and assertion of reclamation claim	0.40
04/06/17	TCS	B230	Receipt, review memos from Debtor, C. Herschopf, R. Kalnit and lenders and proposed motion re continuance of DIP hearing and revisions re Electrolux objection, Committee statement and negotiations (.5); receipt, review Electrolux response and opposition to motion and proposal re segregation of sale proceeds (.3)	0.80
04/07/17	TCS	B110	Receipt, review notice re continued 1st meeting	0.10
04/07/17	SHM	B112	Review and docket notice of continued 341 meeting of creditors	0.10
04/07/17	JRI2	B130	Consider bids made by landlords and related correspondence (.3); correspondence regarding sale process with co-professionals to the Committee (.2)	0.50
04/07/17	JRI2	B155	Prepare for and participate in hearing telephonically (1.5)	1.50
04/07/17	WLM	B155	Attn to outcome of 4/7 hearing and entry of orders	0.30
04/07/17	JRI2	B160	Revise retention application per US Trustee guidelines (.5); correspondence with M. Boyd of Cooley LLP regarding the same (.1)	0.60
04/07/17	TCS	B190	Attend hearings	2.50
04/07/17	TCS	B190	Receipt, review Whirlpool adversary proceeding asserting reclamation claim	0.20
04/10/17	JRI2	B110	Correspondence with co-counsel to the Committee	0.10



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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
			and Committee members regarding outcome of hearing on April 7, 2017 and case status, as well as next steps (.1)	
04/10/17	WLM	B112	Multiple teleconferences and e-mail correspondence with creditors and counsel for creditors in case seeking information	0.80
04/10/17	JRI2	B160	Correspondence with M. Boyd regarding BGD's and Cooley's retention applications and consider the same (.2)	0.20
04/10/17	TCS	B160	Receipt, review M. Boyd, J. Irving memos regarding conflicts regarding lenders and employment application	0.20
04/10/17	JRI2	B170	Correspondence with W. Mosby regarding fee applications for BGD and consider the same (.1)	0.10
04/10/17	JRI2	B185	Review and consider correspondence regarding cure objection and procedure with counterparty to executor contract and Debtor's counsel (.1); consider correspondence with landlord's bid for lease and forward to T. Scherer and W. Mosby (.1)	0.20
04/10/17	TCS	B190	Teleconference R. Moore at UST re motion to seal and disclosure to Court; teleconference S. Fowler re same	0.30
04/10/17	TCS	B230	Receipt, review R. Kalnit memo and status update on DIP objection and Whirlpool adversary case; review Reliable Drug case re reclamation claim and secured claim	0.60
04/11/17	JRI2	B110	Conference with T. Scherer regarding case status, path towards liquidation and related issues, then consider the same (.2); correspondence with Committee members and co-professionals to the Committee to schedule conference call on Thursday April 13, 2017 to discuss case status and next steps (.2)	0.40
04/11/17	JRI2	B160	Revise retention application for BGD (.2); conference and correspondence with M. Boyd and T. Scherer	0.50



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			regarding finalizing and filing retention applications for BGD, Cooley and Province (.3)	
04/11/17	SHM	B160	Prepare certificate of service for; finalize and electronically file Second Unopposed Motion to Extend time to Object or Otherwise Respond to Application of the Debtors to Employ Stifel, Nicolaus & Co., Inc. and Miller BuckFire & Co., LLC as Investment Banker	0.50
04/11/17	TCS	B160	Confer J. Irving regarding employment application and disclosure of conflicts, waivers and investigation of secured claim	0.40
04/11/17	TCS	B160	Receipt, review W. Mosby memo and revise joint motion regarding Stifel employment	0.20
04/11/17	WLM	B160	Revised second motion/order to extend time to object to Stifel employment and multiple e-mail correspondence with counsel re same	0.50
04/11/17	JRI2	B185	Consider objections to cure amounts filed by landlords and counterparties to executor contracts with the Debtors (.8)	0.80
04/11/17	TCS	B185	Receipt, review docket entries, pleadings, notices including objections to sale and cure amounts, objections to lease rejections	0.50
04/11/17	JRI2	B230	Conference with M. Boyd regarding which counsel can perform investigation into perfection of liens and then challenge liens of Debtors' pre-petition secured lenders, and consider the same (.2); consider the same and timing issues in light of challenge period established in DIP / cash collateral orders (.1)	0.30
04/11/17	TCS	B230	Receipt, review Throgmartin motions for adequate protection and objection to DIP financing	0.20
04/12/17	SHM	B110	Review and docket notice of hearing on Motion for Adequate Protection filed by Creditors Cumberland Crossing, LLC, Lloyd Crossing Shopping Center, LLC, Scatterfield Station, LLC, Don Throgmartin,	0.10



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			Throgmartin 96th Street, LLC, WGT V, LLC	
04/12/17	TCS	B110	Teleconference J. Hokanson regarding 4/12 hearings; memos to, from C. Hershcopf regarding hearings, first meeting and conference call regarding Electrolux	0.50
04/12/17	TCS	B110	Teleconference R. Moore at UST regarding first meeting	0.10
04/12/17	WLM	B112	Teleconference with customer re return of deposit	0.20
04/12/17	WLM	B120	Review of Wells Fargo documents for pre-petition secured position	2.80
04/12/17	JRI2	B130	Review agenda and participate telephonically at sale hearing (.5)	0.50
04/12/17	JRI2	B160	Draft, review and revise notices of BGD, Cooley and Province retention applications (.9); correspondence with M. Boyd of Cooley, W. Mosby, and committee chairwoman regarding finalizing terms of BGD, Cooley and Province retention applications (.8); review and comment on Cooley and Province retention applications (.6); draft certificate of service for Cooley retention application (.2); review, revise, and finalize BGD, Cooley and Province retention applications and coordinate filing and service of the same with S. Mays (2.0)	4.50
04/12/17	SHM	B160	Review and revise Application to Employ BGD and exhibits (.5) Electronically File Application to Employ BGD, exhibits and Proposed Order (.4); Electronically File Notice of Employment Application of BGD (.1) Review and revise Application to Employ Cooley and Exhibits (.4) Electronically file Application to Employ Cooley, exhibits and proposed Order (.4) (Electronically File Notice of Employment Application of Cooley (.1) Electronically File Application to Employ Province, exhibits and Proposed Order (.3) Electronically File Notice of Employment Application of Province (.1) Electronically File Certificate of Service Regarding	2.70



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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
			Application to Employ Cooley (.1) Arrange for service of above pleadings to all parties who do not receive electronic notifications (.2)	
04/12/17	TCS	B160	Receipt, review memos from M. Boyd, J. Irving and final retention application; confer J. Irving regarding budget for March through June	0.80
04/12/17	WLM	B160	Receipt and Review of Order granting enlargement to respond to Stifel employment application	0.20
04/12/17	WLM	B160	Worked on issues related to BGD retention application	0.50
04/12/17	TCS	B190	Attend hearings on sale and lease assumption/rejection procedures and objections	0.70
04/12/17	TCS	B230	Receipt, review R. Kalnit memo and confer W. Mosby regarding lender pre-petition lien review	0.20
04/13/17	SHM	B110	Review and docket notice of May 8, 2017 Evidentiary Hearing	0.10
04/13/17	SHM	B110	Review and docket notice of May 8, 2017 Evidentiary Hearing	0.10
04/13/17	TCS	B110	Receipt, review docket entries, pleadings, notices including those following on 4/12 hearing	0.50
04/13/17	JRI2	B112	Prepare for and participate in conference call with the Committee members and co-professionals to the Committee to discuss case status and strategy (1.0); return inquires from unsecured creditors regarding various issues in bankruptcy cases (.4)	1.40
04/13/17	TMH	B120	Work on UCC lien search	0.80
04/13/17	WLM	B120	Continued to review Wells Fargo documents and worked on memo re Wells pre-petition security position	4.80
04/13/17	JRI2	B160	Confirm service and resolution of all issues with filing and service of retention applications for BGD, Province and Cooley (.2)	0.20



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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
04/13/17	TCS	B185	Receipt, review memo and notice re proposed treatment of stub rent; receipt, review schedule of leases to be assumed	0.50
04/14/17	TMH	B120	Work on UCC lien search and prepare lien results chart	2.80
04/14/17	WLM	B120	Research perfection issues of certain personal property and finalized memo on Wells Fargo pre-petition liens	3.90
04/14/17	TCS	B230	Review, revise memo regarding lender's pre-petition claim perfection and confer W. Mosby regarding same	1.30
04/14/17	TCS	B230	Receipt, review motion to continue hearing on DIP and memo re same	0.20
04/17/17	SHM	B110	Review and docket orders continuing hearings on Motion to Seal Portions of Silian Morrison Declaration and Hearing on DIP Motion and Interim DIP Order	0.10
04/17/17	JRI2	B112	Respond to inquires from unsecured creditor about the chapter 11 cases and related issues (.4); correspondence with M. Boyd of Cooley LLP, co-counsel to the Committee, regarding who will respond to a particular inquiry from an unsecured creditor (.1)	0.50
04/17/17	TMH	B120	Finalize lien search results and discuss same with W. Mosby	0.80
04/17/17	WLM	B120	E-mail correspondence with lead counsel re Wells Fargo pre-petition lien memo	0.20
04/17/17	JRI2	B155	Consider agenda of hearing on April 18, 2017 filed be Debtors' counsel (.1); consider entry of orders rescheduling hearing (.1)	0.20
04/17/17	TCS	B160	Attend hearing on compensation procedures	0.60
04/17/17	TCS	B185	Receipt, review M. Boyd memo and update on rejection of leases from Phase I GOB sales	0.10
04/17/17	TCS	B230	Receipt, review orders on DIP hearing and motion to	0.10



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DATE	ATTORNEY/ PARALEGAL	TASK CODE	DESCRIPTION	HOURS
			seal and new hearing date	
04/17/17	TCS	B230	Receipt, review M. Boyd memo re additional loan documents for review and confer W. Mosby re same	0.40
04/18/17	JRI2	B112	Respond to creditor inquiry from former employee (.2); respond to creditor inquiry regarding submission of proofs of claim (.2)	0.40
04/18/17	WLM	B120	Multiple e-mail correspondence with Cooley re Wells Fargo pre-petition lien memo; Review of Article 9 re same	0.50
04/18/17	TCS	B185	Teleconference landlord counsel re stub rent notice	0.20
04/18/17	JRI2	B190	Correspondence with C. Hershcopf regarding preference recovery analysis and retention of professionals (.1); consider the same and follow-up correspondence with T. Scherer and W. Mosby (.1)	0.20
04/18/17	TCS	B230	Confer W. Mosby re memo on pre-petition lien perfection and receipt, review W. Mosby reply and Cooley response re same	0.70
04/19/17	TCS	B110	Teleconference T. Kaiser re counsel fees for pre-petition appeal and direction to DIP counsel re pending appeal	0.30
04/19/17	JRI2	B112	Respond to creditor inquires regarding submission of claims (.2)	0.20
04/19/17	WLM	B120	Review of revised memo on Wells pre-petition liens and related law (0.9); Multiple e-mail correspondence with Cooley re same (0.3)	1.20
04/19/17	TCS	B160	Order on compensation procedures and Stifel employment and compensation cap	0.10
04/19/17	JRI2	B185	Correspondence with co-counsel to the Committee regarding Debtors' lease rejection pleadings (.2)	0.20
04/19/17	TCS	B185	Review, analysis M. Boyd memo re lease assumptions, rejections and other executory contracts including status of landlord adequate protection	0.30



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			claims	
04/19/17	JRI2	B190	Consider preference analysis sent by co-counsel to the Committee and discuss the same with T. Scherer (.3)	0.30
04/19/17	TCS	B230	Receipt, review C. Herschopf memo re GACP, DIP loan	0.10
04/19/17	TCS	B230	Receipt, review memos re Wells Fargo lien perfection and confer W. Mosby re same	0.80
04/20/17	JRI2	B112	Respond to multiple inquires from landlords regarding lease rejection and stub rent issues (.3)	0.30
04/20/17	TCS	B230	Conference call C. Herschopf and debtor professionals re DIP financing and status of negotiation with GACP	1.00
04/21/17	JRI2	B112	Respond to creditor inquiry regarding lease rejection issues (.2)	0.20
04/21/17	TCS	B140	Receipt, review Klipsch Group stay relief motion	0.10
04/21/17	TCS	B185	Teleconference landlord creditor re question about lease rejection, mechanic's lien, directed call to debtor counsel	0.20
04/24/17	JRI2	B112	Correspondence with co-counsel to the Committee regarding status of case and conference call to discuss the same (.2); respond to creditor inquiry (.3)	0.50
04/25/17	TCS	B110	Receipt, review UST notice re 1st meeting; Synchrony motion for protective order and request for hearing; withdrawal of sale motion; order on settlement	0.50
04/25/17	WLM	B112	Multiple teleconferences with creditors re filing proofs of claim	0.40
04/25/17	WLM	B120	Review of memo to committee re Wells Fargo pre-petition liens	0.20
04/25/17	TCS	B185	Receipt, review debtor notices re lease assumptions and rejections	0.10
04/25/17	JRI2	B190	Conference and correspondence with T. Scherer regarding pursuit of avoidance actions (.2)	0.20



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04/25/17	JRI2	B230	Participate in Committee call to discuss negotiations with secured lenders over DIP and case budget, as well as Committee's lien investigation of Wells Fargo's security interests (.8)	0.80
04/25/17	TCS	B230	Receipt, review responses filed by Wells Fargo and debtor to creditor objections to DIP Financing motion	0.40
04/25/17	TCS	B230	Review, analysis of DIP financing settlement proposal and counter (.5); Committee conference call to discuss DIP financing hearing and settlement offers (.6)	1.10
04/25/17	TCS	B310	Receipt, review Hokanson memo re personal property tax claim; review statute and respond regarding treatment of tax as pre-petition unsecured claim; receipt, review responses from debtor, creditor	0.60
04/26/17	TCS	B110	Attend 1st meeting of creditors	1.00
04/26/17	WLM	B150	Attended 341 meeting for debtors	1.30
04/26/17	TCS	B160	Receipt, review Hilco, Gordon Brothers response regarding employment for GOB sales	0.20
04/26/17	JRI2	B185	Correspondence with co-counsel to the Committee and Committee members regarding lease assumption and assignment, and lease rejection (.1)	0.10
04/26/17	TCS	B190	Receipt, review hearing agenda; attend hearing on stay relief; receipt, review docket entry	0.60
04/26/17	JRI2	B230	Correspondence with T. Scherer regarding DIP and Cash Collateral Negotiations (.2)	0.20
04/26/17	TCS	B230	Attend hearing on DIP financing and meet with C. Hershepf, R. Kalnit regarding rescheduled hearing and May 1 hearing date	0.80
04/28/17	JRI2	B190	Correspondence with Committee members and co-professionals to the Committee regarding avoidance actions to pursue for benefit of creditors, and consider the same (.2)	0.20



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TASK SUMMARY

TASK	TASK DESCRIPTION	HOURS	AMOUNT
B110	Case Administration	4.00	1,767.00
B112	Creditor Inquiries	5.20	1,777.50
B120	Asset Analysis & Recovery	18.00	5,752.00
B130	Asset Sales and Other Disposition of Assets	3.20	1,201.00
B140	Adequate Protection/Relief from Stay	0.10	49.00
B150	Meetings&communication w/Debtor	1.30	461.50
B155	Court Hearings	2.40	826.50
B160	Employment Applications	19.10	6,572.50
B170	Fee Applications	0.10	34.00
B185	Executory Contracts and Leases	4.80	2,067.50
B190	Litigation and Contested Matters	6.60	3,099.00
B230	Financing/DIP/Cash Collateral Matters	11.70	5,478.00
B310	Claims Administration and Objections	0.60	294.00
		<u>77.10</u>	<u>29,379.50</u>

FEES FOR PROFESSIONAL SERVICES RENDERED	\$ 29,379.50
INVOICE TOTAL	\$ 29,379.50
PRIOR UNPAID BALANCE	\$ <u>28,126.00</u>
BALANCE DUE	\$ <u>57,505.50</u>



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SUMMARY OF PROFESSIONAL SERVICES

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Thomas C. Scherer	27.20	490.00	13,328.00
Whitney L. Mosby	22.60	355.00	8,023.00
James R Irving	18.20	340.00	6,188.00
Trudy M Hunter	4.40	210.00	924.00
Susan H. Mays	4.70	195.00	916.50
	<u>77.10</u>		<u>29,379.50</u>



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Official Committee of Unsecured Creditors, Gregg
Appliances
c/o Renee B. Weiss, DDR Corp.- Committee Chairperson
3300 Enterprise Parkway
Beachwood, OH 44122

Account No.: 127821.000001
Invoice No.: 4387943
Invoice Date: May 15, 2017

IN RE HHGREGG, INC. ET AL CHAPTER 11 CASE

REMITTANCE PAGE

INVOICE TOTAL	\$ 29,379.50
PRIOR UNPAID BALANCE	<u>\$ 28,126.00</u>
BALANCE DUE	<u>\$ 57,505.50</u>

AGING OF OUTSTANDING INVOICES

DATE	INVOICE	INVOICE AMOUNT	PAYMENT RECEIVED	BALANCE
04/17/17	4385571	28,126.00	0.00	28,126.00
Total				28,126.00

PAYMENT IS DUE WITHIN 30 DAYS OF THE DATE OF THIS INVOICE.

PLEASE RETURN THIS COPY WITH YOUR PAYMENT.